PRODUCTION BRIEF

Marvel Studios' "What If…?" flips the script on the Marvel Cinematic Universe, reimagining famous events from the films in unexpected ways. Creating a multiverse of infinite possibilities, "What If… ?" features fan-favorite characters, including Peggy Carter, T'Challa, Doctor Strange, Killmonger, Thor and more. Debuting exclusively on Disney+ on Aug. 11, 2021, "What If… ?" features of voice of Jeffrey Wright as The Watcher. Marvel Studios' first-ever animated series also features the voices of a host of stars who reprise their iconic roles in the MCU—though their characters' journeys promise to be wildly unique. "It's an anthology," says executive producer Brad Winderbaum. "The Watcher introduces us each week to these alternate storylines—each a kind of cautionary tale in the spirit of 'The Twilight Zone.' We bounce around genres and tone—some episodes will be dramatic; some will be tragic or comedic."

Marvel Studios veteran Bryan Andrews was called on to helm the series. "He's boarded many of our major action sequences over the years," says Winderbaum. "He's an animation director and has been behind some of the best animated shows, 'Samurai Jack,' 'Sym-Bionic Titan' and the original 'Star Wars: Clone Wars.'

"At the same time, my kids were watching Guillermo Del Toro's 'Trollhunters' on Netflix," continues Winderbaum. "AC Bradley, the writer on that show, had come in to pitch for 'Captain Marvel,' which didn't work out due to some other obligations, and producer Jonathan Schwartz recommended her for 'What If…?' We brought her in and she understood what we wanted to do immediately. She came back and pitched this emotional character-focused version of the Captain Carter story."

For Andrews, the opportunity allowed him to summon everything he knew about animation, the MCU and storytelling. "We'd get together and basically nerd out," says the director. "We had an embarrassment of riches in terms of characters, storylines, twists—the sky's the limit, really."

Bradley, who knew she wanted to write for Marvel Studios the day she saw “Iron Man,” says narrowing down which stories to do was the hardest part. “We looked at the big moments of the MCU and thought about ways to twist them—that’s where we started,” she says. “We came up with 30 loglines and pitched them to Kevin Feige. He picked 25 of them. That was big, because we knew we were on the right track. But then we had to narrow it down more, and eventually found our season.”

Inspired by Marvel Comics’ “What If…?” comic book anthology series, which debuted in 1977, the new animated series introduces new scenarios based on characters from the vast world of the MCU, which launched in 2008 with “Iron Man.” “That gave us a broader brush to paint with, so to speak,” says Andrews. “It's an immediate in to a massive audience, many of whom aren’t familiar with the comics, but just loved the movies.”

According to Andrews, the look of the series is illustrative. “We reached back in time and looked at classic American illustrators,” says the director. “There’s a certain kind of heroic, hyper-realized, super-idealized look that feels iconic. There’s a style to it but it’s not pushed or cartoony.”

“What If… ?” features the voices of more than 50 MCU cast members who reprise their roles, including Andy Serkis, Angela Bassett, Benedict Cumberbatch, Benedict Wong, Benicio Del Toro, Bradley Whitford, Carrie Coon, Chadwick Boseman, Chris Hemsworth, Chris Sullivan, Clancy Brown, Clark Gregg, Cobie Smulders, Danai Gurira, David Dastmalchian, Djimon Hounsou, Dominic Cooper, Don Cheadle, Emily VanCamp, Evangeline Lilly, Frank Grillo, Georges St-Pierre, Hayley Atwell, Jaimie Alexander, Jeff Goldblum, Jeremy Renner, John Kani, Jon Favreau, Josh Brolin, Karen Gillan, Kat Dennings, Kurt Russell, Leslie Bibb, Mark Ruffalo, Michael B. Jordan, Michael Douglas, Michael Rooker, Natalie Portman, Neal McDonough, Ophelia Lovibond, Paul Bettany, Paul Rudd, Rachel House, Rachel McAdams, Samuel L. Jackson, Sean Gunn, Sebastian Stan, Seth Green, Stanley Tucci, Taika Waititi, Tilda Swinton, Toby Jones, Tom Hiddleston and Tom Vaughan-Lawlor.

Directed by Bryan Andrews with AC Bradley as head writer, “What If…?” is executive produced by Brad Winderbaum, Kevin Feige, Louis D’Esposito, Victoria Alonso, Bryan Andrews and AC Bradley. Carrie Wassenaar is producer, and editors are Graham Fisher and Joel Fisher. Paul Lasaine is production designer, Ryan Meinerding is head of visual development and character design, and Stephan Franck is animation supervisor.

INSIDE STORY
Jeffrey Wright Oversees the Alternative Tales as The Watcher

Filmmakers followed in the comic books’ lead by featuring an overseer in the new animated series. According to head writer AC Bradley, The Watcher can only watch—he can’t participate and he can’t intervene. “The Watcher is a kind of cosmic character,”

says Bradley, who offers the New York City “pizza rat” as the best way to describe the character. “Someone filmed the rat dragging a slice a pizza across the subway platform. It was on Twitter, Buzzfeed. It went viral. We all watched it. We’re all The Watcher—cheering this rat on, finding it hysterically funny. But we’re not going to get close to this rat or bring him home—it’s a rat.

“The Watcher views humanity as simple, lowly, disgusting,” Bradley continues. “But at the same time, he’s fascinated by what he’s seeing. And the more he sees, the more his understanding of humanity evolves.”

Multiple-award winning actor Jeffrey Wright, who can be seen on HBO’s critically acclaimed series “Westworld,” was called on to voice The Watcher. Says director Bryan Andrews, “I just love that guy— his voice is just so rich, so unique. His career has been great, but when he showed up as Felix Leiter in the new James Bond series I was blown away. He's so talented in the way he uses his voice with variations of inflection—a single word can give a sentence a whole new meaning.”

Adds executive producer Brad Winderbaum, “Jeffrey really helped us craft a three-dimensional character that’s interesting and dynamic.”

For Wright, lending his voice to The Watcher was an easy decision. “It’s obviously pretty cool to be stepping into the MCU now—exciting place,” says Wright. “But, of course, The Watcher has always been there really…watching.”

DRAWING INSPIRATION
Marvel Studios’ First-Ever Animated Series Shoots for Illustrative Look

As Marvel Studios’ first-ever animated series, “What If…?” ventures into uncharted territory. “What struck me was how limitless animation is,” says executive producer Brad Winderbaum. “You have to determine your artistic code and set parameters early.”

Filmmakers rooted the look of the series in classic American illustration, leaning into renowned artists like J.C. Leyendecker—a pioneer known for his iconic ads and magazine covers including The Saturday Evening Post. “Leyendecker inspired Norman Rockwell,” says director Bryan Andrews, who also looked at artists including Tom Lovell and Mead Schaeffer, the latter whose family actually posed as models for Rockwell’s Saturday Evening Post illustrations. “Their work included a lot of mood and atmosphere. Disney’s ‘Lady and the Tramp’ was also something we looked at because there’s not a lot of harsh line work—it’s always beautifully painted.”

Ultimately, the team developed a specific and unique style that embraced their reference material, as well as that within the Marvel world. The comics, says Andrews, while not direct reference, were surely part of the equation. “One of our fist thoughts was to go straight-up Jack Kirby or Steve Ditko,” says Andrews. “We ended up going in

another direction, but we all grew up with those classic panels and compositions—it's in our brains—so it comes out here and there."

Head of visual development and character design Ryan Meinerding agrees. "The comics were what we'd call our North Star—the characters were born in the comics," says Meinerding, who's been part of Marvel Studios since "Iron Man" came out in 2008. "With the films, we took those icons and added detail so they'd feel as real as possible. Then, we added stylization and idealization for 'What If…?'"

Like Andrews, Meinerding was inspired by illustrators like Leyendecker and Rockwell. "Leyendecker was one of the best visual artists in history," says Meinerding. "He illustrated clothing ads, which really resonated. Like him, we're trying to make our characters look as amazing as possible. Combining Leyendecker's idealization of figures and forms with Marvel Studios' Super Hero component was interesting. We wanted to make our characters look like they were monumental sculptures. It all equates to essentially wanting every frame of the show to read as a moving illustration. It's almost painterly—although there are no brushstrokes, the whole thing should end up feeling like a painting."

While the style is consistent across the series, each episode in "What If…?" offers a unique story. Filmmakers were able to adapt within each episode, adjusting camera strategy and lens choices, adopting specific lighting approaches and color palettes. Says Meinerding, "They were flexible enough that when we went into space with T'Challa, the look is going to be different—more sci-fi—than the warm, golden colors we use in the Captain Carter episode."

Creating an episode of "What If…?" required a global effort. Storyboarding, design and editorial teams are located in Los Angeles, with Andrews at the helm. Three studios were tapped to execute the actual animation: France's Blue Spirit, Australia's Flying Bark and Canada's Squeeze. According to head writer AC Bradley, animation was a big part of the anything-goes mentality behind the series. "There's no way we could do this show in live action," she says. "It gave us a chance to really play in a way that was really quite special."

Andrews agrees. "It's fun," he says. "Every episode is its own little sandbox to play in. There's action, comedy, emotion and a bunch of stuff in between. It's very reminiscent of the movies, but we tried to push it, too. I think there's something or everyone."

BIOGRAPHIES

JEFFREY WRIGHT (voice of The Watcher) is a Tony®-, Emmy®-, AFI and Golden Globe® Award-winning actor who has enjoyed an illustrious career, spanning the worlds of theatre, film and television. Wright can currently be seen playing the critically acclaimed role of Bernard Lowe in HBO's "Westworld," for which he recently earned his third Emmy nomination for his portrayal. He can next be seen reprising his role of CIA agent Felix Leiter in the next James Bond installment, titled "No Time to Die" to be released Oct. 8, 2021. Wright also can be seen in an all-star ensemble cast in Wes Anderson's "The French Dispatch" will release Oct. 16, 2021.

Wright is currently in London shooting the latest installment of the Batman franchise, making history as the first African American to portray the iconic character of Commissioner Gordon. "The Batman" stars Robert Pattison as the new caped crusader, is directed by Matt Reeves ("Dawn of the Planet of the Apes") and is set to release March 4, 2022.

Wright's projects also include lead roles in Netflix's "Hold the Dark." Additionally, Wright won the award for best actor in a U.S. narrative feature film for his work on HBO's "O.G.," which premiered at the 2018 Tribeca Film Festival. In 2019, he appeared in the lead role of Hobie in Warner Bros.' "The Goldfinch," as well as the Sundance darling "All Rise" (formerly "Monster"). He also had a strong supporting role in Netflix's "The Laundromat" and voices the character of McWinkle in the Netflix series Dr. Seuss' "Green Eggs and Ham." Wright had a lead role in the Netflix movie "All Day and a Night" (May 1, 2020), a drama written and directed by Joe Robert Cole ("Black Panther") and produced by Nina Jacobson, Jared Ian Goldman ("Moonlight")*.*

Wright broke onto the big screen in 1996 with a harrowing performance in the feature "Basquiat," portraying the gifted late painter Jean Michele Basquiat. Since then he's appeared in such productions as "Syriana," "The Manchurian Candidate," "The Hunger Games," "Casino Royale," and HBO's "Boardwalk Empire."

Wright made his Broadway debut in 1993 in the landmark play "Angels in America: Millennium Approaches," playing three parts. He returned to his roles in the continuation of the story, "Angels in America: Perestroika," winning a Tony Award and a Drama Desk Award for his performance. Ten years later, Wright became the only original member of the Broadway cast to star in the HBO adaptation of "Angels in America," for which he won a Golden Globe and an Emmy.

Born in Washington, D.C., Wright graduated from Amherst College and received a B.A. in political science. He later earned a doctorate of humane letters from his alma mater. He resides in Brooklyn, New York, with his family.

BRYAN ANDREWS (Director/Executive Producer) is a multi-Emmy-winning animation artist. He has storyboarded some of the most iconic scenes in the Marvel

Cinematic Universe, including major set pieces in all of the Avengers films, “Captain Marvel,” as well as the “Guardians of the Galaxy” and “Iron Man” sagas. He has provided additional materials in the concept of many of the epic fight sequences. Joe Russo consulted with Andrews extensively in designing the final fight sequence for “Avengers: Endgame.”

In animation, Andrews worked as a writer and artist on Genndy Tartakovsky’s “Primal,” which was recently nominated for an Emmy for outstanding animated program. Andrews’ credits also include “Sym-Bionic Titan” and “Samurai Jack,” winning two Emmys for the latter. He scored two more Emmys for his work on “Star Wars: Clone Wars.” Currently, Andrews is directing Marvel Studios’ highly-anticipated animation series “What If...?” for Disney+.

AC BRADLEY (Head Writer/Executive Producer) is an Emmy Award-winning television and feature writer, a fact which has yet to impress her mother. After growing up in the Irish-immigrant stronghold of the Bronx, New York, Bradley made her Catholic family proud by earning a full ride to Boston College, where she studied international relations and English literature. Not quite ready to enter “the real world,” Bradley fled the siren call of the corporate world for USC, where she earned an MFA in screenwriting.

After beginning her television career as a writer on The CW’s comic book series “Arrow,” Bradley joined Guillermo del Toro’s Netflix animated series “Trollhunters,” earning an Emmy Award for best writing. She went on to serve as head writer on Neflix’s two-season run of the “Trollhunters” spin-off, “3Below: Tales of Arcadia.”

For the past two years, Bradley has been a proud member of the Marvel Studios family, first as the executive producer and head writer on the Disney+ series “What If…?” More recently, Bradley served as consulting producer and writer for the forthcoming “Ms. Marvel” series, also for Disney+.

Additionally, Bradley has also sold pilots and features to Blue Sky Animation, Walt Disney Studios, and Warner Bros. Her feature script, “Much Ado” based on Shakespeare’s play, is in active development at Sony with Will Gluck producing and Nisha Ganatra attached to direct. Everything else is shielded behind NDAs.

Bradley lives in Los Angeles, and was once banned from Tinder for creating a profile from the point-of-view of an Iron Man action figure who 'lives' on her desk.

BRAD WINDERBAUM (Executive Producer) is the head of streaming, television, and animation for Marvel Studios. Joining the Marvel universe during the production of the company’s first theatrical release “Iron Man,” Winderbaum went on to become a founding member of Marvel Studios’ Parliament, working as executive producer on such films as “Black Widow” and “Thor: Ragnarok.” Winderbaum most recently created the studios’ first animated production, the upcoming Disney+ series “What If…?” on which

he is executive producer. He is currently a producer on next year's blockbuster film "Thor: Love and Thunder," and an executive producer on forthcoming Disney+ series "Hawkeye," "Ms. Marvel," "She-Hulk" and "Moon Knight."

During his history with Marvel, Winderbaum co-produced the original "Ant-Man" film and created the Marvel One-Shot program of shorts, acting as executive producer on "Team Thor parts 1 & 2," "All Hail the King," "Agent Carter," "Item 47," "The Consultant," and "A Funny Thing Happened on the Way to Thor's Hammer." During Phase 1 of the MCU, Winderbaum developed the universe's first interlocking timeline and produced behind-the-scenes documentaries and interactive campaigns for "Iron Man 2," "Thor," "Captain America: The First Avenger" and "The Avengers." He was an executive producer on recent behind-the-scenes Disney+ specials "Assembled: The Making of WandaVision" and "Assembled: The Making of Falcon and The Winter Soldier."

Before joining Marvel Studios, Winderbaum was a pioneer of early online storytelling, receiving both an Emmy® Award for outstanding broadband drama and a Webby People's Choice Award for an interactive series he wrote and directed entitled "Satacracy 88."

Winderbaum received an MFA in film production from USC and a BFA in studio art from NYU, where he staged underground theater productions and created countless surreal illustrations. When he was a freshman in high school, he designed the school district logo that they still use. Winderbaum grew up in Clarkstown, New York.

KEVIN FEIGE, p.g.a. (Executive Produced by), producer, president of Marvel Studios and chief creative officer of Marvel, is the driving creative force behind several billion-dollar franchises and an unprecedented number of blockbuster feature films, all connected within the Marvel Cinematic Universe. A hands-on producer, Feige oversees Marvel Studios' feature film productions, with 23 film releases that have all opened No. 1 at the box office and collectively grossed nearly $23 billion worldwide. Nine of the MCU films have crossed the $1 billion threshold at the global box office, including "Avengers: Endgame," which garnered almost $2.8 billion at the worldwide box office and was the fastest film in cinematic history to reach $2 billion.

The Marvel Cinematic Universe is currently the highest grossing film franchise of all time. Feige is building on that success with a host of new series streaming on Disney+ in 2021, including "WandaVision," which debuted on Jan. 15; "The Falcon and The Winter Soldier," which started streaming March 19; and "Loki," which launched June 9; as well as upcoming series What If…?," "Ms. Marvel" and "Hawkeye."

Upcoming feature films include the action-packed spy thriller "Black Widow," the intriguing "Shang-Chi and the Legend of the Ten Rings," and "Eternals," which introduces the MCU's newest ensemble of Super Heroes in an epic story that spans thousands of years.

An Academy Award® nominee for “Black Panther,” Feige was honored with the 2019 David O. Selznick Achievement Award from the Producers Guild of America, as well as the Albert R. Broccoli Britannia Award for Worldwide Contribution to Entertainment from BAFTA (British Academy Film Awards).

Feige is a graduate of the University of Southern California, School of Cinematic Arts.

Marvel Studios co-president **LOUIS D’ESPOSITO (Executive Producer)** served as executive producer on the blockbuster hits “Iron Man,” “Iron Man 2,” “Thor,” “Captain America: The First Avenger,” “Marvel’s The Avengers,” “Iron Man 3,” “Thor: The Dark World,” “Captain America: The Winter Soldier,” “Guardians of the Galaxy,” “Captain America: Civil War,” “Avengers: Age of Ultron,” “Ant-Man,” “Doctor Strange,” “Guardians of the Galaxy Vol. 2,” “Spider-Man: Homecoming,” “Thor: Ragnarok,” “Black Panther,” “Avengers: Infinity War,” “Ant-Man and The Wasp,” “Captain Marvel,” “Avengers: Endgame” and “Spider-Man: Far From Home.”

Upcoming projects on which D’Esposito is collaborating with Marvel Studios president Kevin Feige include the feature films “Black Widow,” “Eternals,” Shang-Chi and the Legend of the Ten Rings,” “Doctor Strange in the Multiverse of Madness,” “Thor: Love and Thunder” and “Blade,” as well as a slate of programming for the Disney+ platform, including “WandaVision,” “The Falcon and The Winter Soldier,” “Loki,” “Ms. Marvel,” “Hawkeye,” “She-Hulk,” “Moon Knight” and “What If…?”

As co-president of the studio and executive producer on all Marvel Studios features and streaming shows, D’Esposito balances running the studio with overseeing each project from its development stage to distribution. In addition to executive producing Marvel Studios’ films and shows, D’Esposito directed the Marvel One-Shot “Item 47,” which made its debut to fans at the 2012 San Diego Comic-Con International and was featured again at the LA Shorts Fest in September 2012. The project was released as an added feature on the “Marvel’s The Avengers” Blu-ray disc. D’Esposito also directed the second Marvel One-Shot, “Agent Carter” starring Hayley Atwell, which premiered at the 2013 San Diego Comic-Con to critical praise from press and fans, and is an added feature on the “Iron Man 3” Blu-ray disc. The One-Shot’s popularity led to development of the TV series “Marvel’s Agent Carter.” D’Esposito began his tenure at Marvel Studios in 2006.

Prior to Marvel, D’Esposito’s executive producing credits include the 2006 hit film “The Pursuit of Happyness,” starring Will Smith; “Zathura: A Space Adventure”; and the 2003 hit “S.W.A.T.,” starring Samuel L. Jackson and Colin Farrell.

VICTORIA ALONSO (Executive Producer) serves as executive vice president of production for Marvel Studios and as an executive producer of all Marvel films, which have amassed nearly $23 billion worldwide, including “Avengers: Endgame,” “Captain America: The First Avenger,” “Guardians of the Galaxy,” “Thor,” “Black Panther” and the female-led “Captain Marvel” as well as upcoming storylines around major strong female

characters such as “Black Widow.” Alonso also serves as executive producer on new series streaming on Disney+, including this year’s “WandaVision,” which debuted on Jan. 15; “The Falcon and The Winter Soldier,” which started streaming March 19; and “Loki,” which launched June 9; as well as upcoming series What If…?,” “Ms. Marvel” and “Hawkeye.”

A native of Buenos Aires, Alonso began her career in visual effects & production—from PA to VFX producer—and eventually joined Marvel as EVP of visual effects and post production.

Alonso was named one of People en Español Magazine’s top “Poderosa” Most Influential Hispanic Women in 2019. She was also listed as one of The Hollywood Reporter’s 2017/2018 Women in Entertainment Power 100 and was the 2015 honoree for the Muse Award for Outstanding Vision and Achievement. She was the first woman to be presented with the Harold Lloyd Award from the Advanced Imaging Society, and the first woman to receive the Visionary Award at the 15th Annual VES Awards.